

# **MEETING MINUTES**

## **Nevada Affordable Housing Assistance Corporation (NAHAC) Board of Directors**

### **MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF NEVADA AFFORDABLE HOUSING ASSISTANCE CORPORATION ON AUGUST 1, 2023**

The Board of Directors of the Nevada Affordable Housing Assistance Corporation, a Nevada non-profit corporation (“NAHAC”), held a public meeting on August 1, 2023, beginning at 1:00 p.m. PST at the following location: Housing Division, 3rd Floor Conference Room: 3300 W Sahara Ave., Suite 300, Las Vegas, NV 89102

#### **1. Call to order, roll call.**

The meeting was called to order by Timothy Whitright, Board Chairperson at 1:09 p.m.  
The roll was taken by AJ Gavilanes, Corporate Secretary.

**Board Members present:** Timothy Whitright (*Nevada Department of Business & Industry, Housing Division*) Board Chairperson; Jeneeah M. Girma (*Nevada Department of Business & Industry, Housing Division*) Director; Sharath Chandra (*Nevada Department of Business & Industry, Real Estate Division*) Director; Rande Johnsen - Independent Director; and Jim Hastings - Independent Director.

**Board Members absent:** None.

#### **Also present:**

- Verise Campbell, Chief Operating Officer/Chief Executive Officer
- Jennifer Varsallona, Operations Manager
- Kamelah Flintroy, Administrator/Human Resources Generalist/Corporate Assistant Secretary
- AJ Gavilanes, Administrator/Payroll Manager/Corporate Secretary
- Veronica Lewis, Contractor
- Brian Hardy (Ellsworth & Stout)
- Chris Byrd (Fennemore Craig)
- Kurt Ouchida (Braintrust)
- Cheri Kern (Braintrust)
- Leiana Yates (Braintrust)

**Participating members of the public are asked to identify themselves and are noted on the attendance sheet attached to the original minutes as Exhibit A.**

#### **2. Public comment (1st period)<sup>1</sup>: None.**

#### **3. Approval of Minutes:**

##### **a. June 9, 2023**

Director Hastings moved to approve Minutes for June 9, 2023. The Motion was seconded by Director Girma and approved by unanimous vote.

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<sup>1</sup> This public comment agenda item is provided in accordance with NRS 241.020(2)(d)(3) which requires an agenda provide for a period devoted to comments by the general public, if any, and discussion of those comments. No action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken. Comments by the public may be limited to five minutes person as a reasonable time, place, and manner restriction, but may not be limited based upon viewpoint.

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**b. June 16, 2023**

Director Girma moved to approve Minutes for June 16, 2023. The Motion was seconded by Director Johnsen and approved by unanimous vote.

**c. June 27, 2023**

Director Girma moved to approve Minutes for June 27, 2023. The Motion was seconded by Director Hastings and approved by unanimous vote.

**4. Approval of Agenda for August 1, 2023**

Mr. Brian Hardy requested to table Agenda item 6(e).

Director Hastings moved to approve Agenda for August 1, 2023 with Agenda item 6(e) being tabled. The Motion was seconded by Director Johnsen and approved by unanimous vote.

**5. Items to be Presented for Information and Discussion:**

**a. May 2023 Financials**

Mr. Hardy presented.

**b. June 2023 Financials**

Mr. Hardy presented and reported program funding (in comparison to the budget) achieved 99.6% of what was budgeted and came in at about 80% on administrative costs. He also clarified this reflects meeting the funding goal while controlling costs and doing it for less. Mr. Hardy advised he recently requested to draw down approximately \$24.1M and hopes to receive those funds within the next month.

**c. June 2023 Digital Marketing Report**

Ms. Cheri Kern presented.

**d. June 2023 Social Media Report**

Ms. Leiana Yates presented. Ms. Yates also introduced Celeste Coratti, who has joined the Braintrust team and will be assisting with social media and soon will be providing the reports and presenting them at future meetings. Discussion ensued regarding using Instagram. Mr. Kurt Ouchida commented that Braintrust had considered Instagram as suggested by Director Hastings, however, Braintrust believes Instagram is not the right platform for NAHAC due to the nature of the average post on Instagram, and the same would be true for Threads.

Ms. Verise Campbell advised the homeowner testimonials are currently being shared and have been very well received, including by U.S. Treasury.

**e. NAHAC Operations**

**i. June 2023 Performance Report**

Ms. Jennifer Varsallona presented.

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Ms. Campbell advised the chart, “By HCA”, truly shows the value of having the Housing Counseling Agencies (HCA’s) assist homeowners through Project Hand Holding, with almost 45% of those applications resulting in funded files.

Chairman Whitright sought to clarify that 45% of every file through HCA doors is a successful application. Ms. Campbell confirmed, stating this included files from NAHAC as well as files originating directly from HCA’s.

#### **ii. Program Changes Update**

Mrs. Veronica Lewis reported fundings have increased month over month in part due to recent changes in the programs, including those effective in June. The average approval rate has increased to 68%, up from 59% in May.

Mrs. Lewis added 9,600 homeowners are reported to be receiving a COVID related partial claim, and we are researching a way to market to those households.

#### **6. Items for Board Information, Discussion and Possible Action:**

##### **a. Nomination and Election of Board Chairman and President of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws.**

Ms. Campbell opened the floor for nominations for Board Chairman and President.

Director Hastings moved to nominate Director Whitright as Board Chairman and President of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws. The Motion was seconded by Director Chandra and approved by majority vote with Director Whitright abstaining from the vote. There were no other nominations.

Director Girma moved to elect Director Whitright as Board Chairman and President of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws. The Motion was seconded by Director Hastings and approved by majority vote with Director Whitright abstaining from the vote.

##### **b. Nomination and Appointment of two Independent Directors of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws.**

Chairman Whitright opened the floor for nominations for Independent Directors.

Director Johnsen moved to nominate Director Hastings as an Independent Director of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws. The motion was seconded by Director Chandra and approved by majority vote with Director Hastings abstaining from the vote.

Director Johnsen moved to appoint Director Hastings as an Independent Director of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws. The motion was seconded by Director Girma and approved by majority vote with Director Hastings abstaining from the vote.

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Director Hastings moved to nominate Director Johnsen as an Independent Director of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws. The motion was seconded by Director Girma and approved by majority vote with Director Johnsen abstaining from the vote.

Director Hastings moved to appoint Director Johnsen as an Independent Director of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws. The motion was seconded by Director Girma and approved by majority vote with Director Johnsen abstaining from the vote.

**c. Nomination and Election of Board Vice-Chairman and Vice-President of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws.**

Chairman Whitright opened the floor for nominations for Board Vice-Chairman and Vice-President.

Director Hasting moved to nominate Director Johnsen as Board Vice-Chairman and Vice-President of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws. The Motion was seconded by Director Chandra and approved by majority vote with Director Johnsen abstaining from the vote. There were no other nominations.

Director Hastings moved to elect Director Johnsen as Board Vice-Chairman and Vice-President of the Corporation commencing on August 1, 2023 with terms running for two years pursuant to the Bylaws. The Motion was seconded by Director Girma and approved by majority vote with Director Johnsen abstaining from the vote.

**d. Approval to draft initial proposal for Clark County Community Land Trust (CLT).**

Mrs. Lewis reported Clark County is looking for a provider to assist in the administration of the Clark County Community Land Trust (initially consisting of approximately 220 acres in the southwest valley that will hold approximately 240 homes). Mrs. Lewis advised the purpose of the project is to assist homebuyers (with low to moderate-income households), and homebuyers would likely be required to meet income requirements as well as sign a renewable 99-year land lease in order to receive assistance.

Mrs. Lewis shared NAHAC has reviewed the scope of work and determined there are certain responsibilities NAHAC is not in a position to provide including: collection of lease fees, maintaining housing development common area landscaping and maintenance (or administration of contract to provide such services), managing Homeowners Association (HOA) or performing such responsibilities, curbside inspections, foreclosure proceedings or any homebuyer assistance through purchase process (working with lenders, insurers, title and escrow companies, County Recorder and Assessor) that requires a Brokerage license.

Mrs. Lewis then advised NAHAC is able to provide the following services directly or through contract: administration of homebuyer marketing, outreach, income pre-qualification, and selection of qualified homebuyers; homebuyer education, counseling, family budgeting, credit maintenance and repair for qualifying homebuyers; administration of legal documents (developed by Clark County), development of a marketing plan in partnership with the developer and Clark County; conduct closings; manage ongoing monthly, quarterly, and annual communication to homeowners to remind them of the land trust structure and services offered; monitoring of mortgage, property tax, and property insurance payments which would be reported directly to Clark County. Mrs. Lewis added

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this project would require a new system to house all homebuyer applications and monitor loan status as well, as well as a partnership with Housing Counseling Agencies, and acquiring vendors to perform related duties.

Ms. Campbell advised the drafted proposal will come back to the Board for input and finalization.

Director Girma inquired about the cost of developing or acquiring the necessary software. Ms. Campbell and Mrs. Lewis both responded that is not yet known.

Director Chandra inquired if the proposal would require a dollar amount. Ms. Campbell responded NAHAC is looking to put some initial numbers together. That is one of the reasons to bring it to the Board for approval. Director Chandra suggested keeping numbers confidential until it is fully developed unless specifically requested.

Chairman Whitright inquired what it might cost in terms of time and money to develop the proposal. Ms. Campbell responded it would take time that would be billed back to NAHAC's unrestricted dollars and advised the bulk of it would be Mrs. Lewis' time.

Chairman Whitright also inquired if NAHAC would be able to report back to the Board if asked what those costs are. Mr. Hardy advised NAHAC does track Homeowner Assistance Fund (HAF) vs non-HAF and provided the information is currently available.

Director Hastings moved to approve drafting an initial proposal for Clark County Community Land Trust (CLT). The Motion was seconded by Director Johnsen and approved by unanimous vote.

- e. Authorization for President/Chairperson to enter into a Treasury Management Master Services Agreement with Nevada State Bank to allow for diversification of deposits.**

This item was tabled.

- f. Authorization for President/Chairperson to execute an amendment to the agreement with Ellsworth & Stout, CPAs in an amount not to exceed \$45,000 annually for bookkeeping services retroactive to June 1, 2023.**

Mr. Hardy advised there has recently been a change in the Accounting department due to the resignation of the Senior Accountant and hiring of the replacement. There has also been an increase in the volume of files funded and payments processed. Mr. Hardy and Ms. Campbell agree that the extra services provided by Ellsworth and Stout are necessary to ensure fundings and payments are made in a timely manner, Ellsworth and Stout have allocated additional staff to assist with bookkeeping and accounting on-site.

Director Hastings moved to authorize President/Chairperson to execute an amendment to the agreement with Ellsworth & Stout, CPAs in an amount not to exceed \$45,000 annually for bookkeeping services retroactive to July 8, 2023. The Motion was seconded by Director Girma and approved by unanimous vote.

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- g. Authorization for President/Chairperson to execute an Independent Contractor Agreement with Richard Suba for a month-to-month term in an amount of \$25 per hour, not to exceed \$5,000 annually for accounting services retroactive to July 8, 2023.**

Ms. Campbell inquired if she could request to increase the not to exceed amount to \$25,000.

Mr. Byrd advised the Board has the authority to make a motion to amend this agreement based upon the discussion.

Chairman Whitright moved to authorize President/Chairperson to execute an Independent Contractor Agreement with Richard Suba for a month-to-month term in an amount of \$25 per hour, with a not to exceed amount of \$25,000 annually rather than \$5,000 annually for accounting services retroactive to July 8, 2023. The Motion was seconded by Director Hastings and approved as amended by unanimous vote.

- h. Authorization for President/Chairperson to execute the renewal of the Employee Medical Benefit plans with Health Plan of Nevada/Sierra Health and Life commencing on September 1, 2023.**

Ms. Campbell advised the blended increase of 4.28% came in well under the 10% budgeted.

Director Johnsen moved to authorize President/Chairperson to execute the renewal of the Employee Medical Benefit plans with Health Plan of Nevada/Sierra Health and Life commencing on September 1, 2023. The Motion was seconded by Director Hastings and approved by unanimous vote.

- i. Approval of updated Accounting Clerk job description.**

Ms. Campbell presented.

Director Hastings moved to approve the updated Accounting Clerk job description. The Motion was seconded by Director Johnsen and approved by unanimous vote.

- j. Approval of updated Floater job description.**

Ms. Campbell presented.

Director Hastings moved to approve the updated Floater job description. The Motion was seconded by Director Johnsen and approved by unanimous vote.

- k. Approval of updated Operations Manager job description.**

Ms. Campbell presented.

Director Hastings moved to approve the updated Operations Manager job description. The Motion was seconded by Director Johnsen and approved by unanimous vote.

- l. Approval of updated Organization Chart.**

Ms. Campbell presented.

Director Hastings moved to approve the updated Organization Chart. The Motion was seconded by Director Johnsen and approved by unanimous vote.

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**7. General Board Comments, Questions, and Items for Future Board Meetings:**

Ms. Campbell advised future items for consideration will include the CLT proposal and the Treasury Management Master Services Agreement.


**8. 2nd period of Public Comment and Discussion<sup>2</sup>:** None.

**9. Adjournment.**

Director Hastings moved to adjourn the meeting. The Motion was seconded by Director Johnsen.

The meeting adjourned at 2:30 p.m.

**Board approval confirmation:**



AJ Gavilanes,  
NAHAC Corporate Secretary

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<sup>2</sup> This public comment agenda item is provided in accordance with NRS 241.020(2)(d)(3) which requires an agenda provide for a period devoted to comments by the general public, if any, and discussion of those comments. No action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken. Comments by the public may be limited to five minutes person as a reasonable time, place, and manner restriction, but may not be limited based upon viewpoint.

**EXHIBIT A**

**Nevada Affordable Housing Assistance Corporation (NAHAC)  
Board of Directors**

**ATTENDANCE SHEET  
AUGUST 1, 2023**

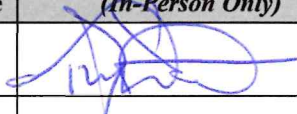
**(Attached)**



**PUBLIC MEETING ATTENDANCE RECORD & SIGN-IN**  
**Nevada Affordable Housing Assistance Corporation (NAHAC)**

**Board of Directors**

Date & Time of Meeting: August 1, 2023 1:00 PM

<b>NAHAC Directors, Officers, Employees and Contractors</b>					
<b>Attendee Name</b>	<b>Organization(s) (N/A if none)</b>	<b>Title(s) (N/A if none)</b>	<b>Attended via Phone</b>	<b>Not In Attendance</b>	<b>Signature (In-Person Only)</b>
Timothy Whitright	Nevada Housing Division / NAHAC Board of Directors	Deputy Administrator / NHD Director & President, Chairperson	<input type="checkbox"/>	<input type="checkbox"/>	
Jeneeah (Nia) M. Girma	Nevada Housing Division / NAHAC Board of Directors	Affordable Housing Advocate / NHD Director	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Sharath Chandra	Nevada Real Estate Division / NAHAC Board of Directors	Administrator / Nevada Bus. & Industry Director	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Rande Johnsen	NAHAC Board of Directors	Independent Director, Vice President & Vice Chairperson	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Jim Hastings	NAHAC Board of Directors	Independent Director, Treasurer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Verise V. Campbell	NAHAC	Chief Executive Officer, Chief Operating Officer	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Jennifer Varsallona	NAHAC	Operations Manager	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Veronica Lewis	NAHAC	Senior Operations Consultant	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
David Greg Glover	NAHAC	Chief Information Officer	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
Kamelah Flintroy	NAHAC	Administrator/Human Resources Generalist & Corporate Assistant Secretary	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
A.J. Gavilanes	NAHAC	Administrator/Payroll Manager & Corporate Secretary	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Brian Hardy	Ellsworth & Stout CPA's	NAHAC Financial/Compliance	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Lori Grimm	Ellsworth & Stout CPA's	NAHAC Financial/Compliance	<input type="checkbox"/>	<input checked="" type="checkbox"/>	
Chris Byrd	Fennemore Craig P.C.	NAHAC Legal Counsel	<input checked="" type="checkbox"/>	<input type="checkbox"/>	

**PUBLIC MEETING ATTENDANCE RECORD & SIGN-IN**  
**Nevada Affordable Housing Assistance Corporation (NAHAC)**  
**Board of Directors**  
**Date & Time of Meeting: August 1, 2023 1:00 PM**

<b>NAHAC Directors, Officers, Employees and Contractors (continued)</b>					
<b>Attendee Name</b>	<b>Organization(s)</b> <i>(N/A if none)</i>	<b>Title(s)</b> <i>(N/A if none)</i>	<b>Attended via Phone</b>	<b>Not In Attendance</b>	<b>Signature</b> <i>(In-Person Only)</i>
Kurt Ouchida	Braintrust	NAHAC Marketing	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Cheri Kern	Braintrust	NAHAC Marketing	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
Leiana Yates	Braintrust	NAHAC Marketing	<input checked="" type="checkbox"/>	<input type="checkbox"/>	
			<input type="checkbox"/>	<input type="checkbox"/>	
			<input type="checkbox"/>	<input type="checkbox"/>	

<b>Members of the General Public</b>				
<b>Attendee Name</b>	<b>Organization(s)</b> <i>(N/A if none)</i>	<b>Title(s)</b> <i>(N/A if none)</i>	<b>Number(s) of agenda item(s) to comment on</b>	<b>Signature</b>